CHALKRIDGE
TECHNOLOGIES INC.

CHALKRIDGE TECHNOLOGIES INC.
(formerly Boomer Financial Inc.)

Condensed Consolidated Interim Financial Statements

Nine months ended September 30, 2022

(Expressed in Canadian Dollars)

ChalkRidge Technologies Inc.

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NOTICE OF NO AUDITOR REVIEW OF CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the condensed consolidated interim financial statements; they must be accompanied by a notice indicating that the condensed consolidated interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed consolidated interim financial statements in accordance with standards established by the Canadian Institute of Chartered Professional Accountants for a review of interim financial statements by an entity's auditor

CHALKRIDGE TECHNOLOGIES INC. (formerly Boomer Financial Inc.)
Condensed Consolidated Interim Statements of Financial Position
As at:
(Expressed in Canadian Dollars)

		September 30, 2022		December 31, 2021
Assets				
Current				
Cash	$	56,355	$	411,566
Amounts receivable		25,495		18,847
Prepaid expenses		24,401		900
Total Current Assets		105,350		431,313
Intangible assets (Note 5)		150,000		150,000
Total Assets	$	255,350	$	581,313
Liabilities				
Current				
Accounts payable and accrued liabilities (Notes 7, 9)	$	22,163	$	24,665
Due to shareholders (Note 9)		50		50
Total Current Liabilities		22,213		24,715
Promissory note – related party (Note 5, 8)		50,000		50,000
Total Liabilities		72,213		74,715
Shareholders' Equity				
Share Capital (Note 10)		10,023,762		10,023,762
Deficit		(9,840,625)		(9,517,164)
Total Shareholders' Equity		183,137		506,598
Total Liabilities and Shareholders' Equity	$	255,350	$	581,313

Nature and continuance of operations (Note 1)

Approved on behalf of the Board:
November 29, 2022

Sal Ciccone (signed)
Sal Ciccone, Director

Doug Macdonell, (signed)
Doug Macdonell, Director

CHALKRIDGE TECHNOLOGIES INC. (formerly Boomer Financial Inc.)
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)

	For the three months ended		For the nine months ended	
	September 30, 2022	**September 30, 2021**	**September 30, 2022**	**September 30, 2021**
Expenses				
Corporate finance (Note 9)	$ 22,641	$ 39,285	$ 104,500	$ 104,417
IP protection (Note 9)	2,217	12,607	9,167	22,346
Market development (Note 9)	23,799	56,921	128,501	177,286
Office and miscellaneous (Note 9)	4,071	17,866	31,094	49,349
Professional fees	380	15,293	44,488	73,797
Transfer agent and filing fees	550	4,139	4,803	25,250
Loss From Operations	53,666	146,111	322,553	452,445
Other Income (Expenses)				
Foreign Exchange	-	-	(908)	-
Net and Comprehensive Loss	$ (53,666)	$ (146,111)	$ (323,461)	$ (452,445)
Basic and Diluted Loss Per Share	$ (0.00)	$ (0.00)	$ (0.01)	$ (0.01)
Weighted Average Number of Common Shares Outstanding – Basic and Diluted	53,056,402	53,056,402	53,056,402	51,582,904

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

CHALKRIDGE TECHNOLOGIES INC. (formerly Boomer Financial Inc.)
Condensed Consolidated Interim Statement of Changes in Shareholders' Equity
(Expressed in Canadian Dollars, except number of shares)

	Number of Shares	Share Capital	Units to be issued	Share Subscriptions	Shares to be issued	Deficit	Total
Balance, December 31, 2020	44,555,094	$ 8,391,000	$ 1,182,800	$ -	$ 210,000	$ (2,315,618)	$ 7,468,182
Shares issued pursuant to reverse acquisition (Note 4, 10)	5,914,000	1,182,800	(1,182,800)	-	-	-	-
Shares issued pursuant to promissory note (Note 5, 10)	750,000	150,000	-	-	(150,000)	-	-
Private placement (Note 10)	1,387,308	277,462	-	-	(60,000)	-	217,462
Warrants exercised	450,000	22,500	-	-	-	-	22,500
Net loss for the period	-	-	-	-	-	(452,445)	(452,445)
Balance, September 30, 2021	**53,056,402**	**$ 10,023,762**	**$ -**	**$ -**	**$ -**	**$ (2,768,063)**	**$ 7,255,699**
Balance, December 31, 2021	53,056,402	$ 10,023,762	$ -	$ -	$ -	$ (9,517,164)	$ 506,598
Net loss for the period	-	-	-	-	-	(323,461)	(323,461)
Balance, September 30, 2022	53,056,402	$ 10,023,762	$ -	$ -	$ -	$ (9,840,625)	$ 183,137

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

CHALKRIDGE TECHNOLOGIES INC. (formerly Boomer Financial Inc.)
Condensed Consolidated Interim Statements of Cash Flows
(Expressed in Canadian Dollars)

	For the nine months ended	
	September 30, 2022	**September 30, 2021**
Operating Activities		
Net loss	$ (323,461)	$ (452,445)
Changes in non-cash working capital		
Amounts receivable	(6,648)	(127,343)
Prepaid expense	(22,600)	(4,212)
Accounts payable and accrued liabilities	(2,502)	(107,897)
Deferred revenue	-	150,000
Cash Used in Operating Activities	(355,211)	(541,897)
Financing Activities		
Repayment of shareholder advances	-	(56,195)
Proceeds from private placement	-	201,462
Proceeds from warrant exercise	-	22,500
Cash Provided by Financing Activities	-	167,767
Net change in cash	(355,211)	(198,033)
Cash, Beginning of Period	411,566	965,373
Cash, End of Period	$ 56,355	$ 767,340

The following were non-cash transactions affecting cash flows from investing and financing activities:
- During the period ended September 30, 2022, the Company settled a promissory note of $Nil (2021 - $150,000) by the issuance of shares.
- During the period ended September 30, 2022, the Company issued Nil (2021 - 5,914,000) shares for the reverse acquisition. (Note 4).

1. NATURE AND CONTINUANCE OF OPERATIONS

Chalkridge Technologies Inc. (the "Company") was incorporated under the *Business Corporations Act* (British Columbia) on October 16, 2014. The Company changed its name from Boomer Financial Inc. ("Boomer") on January 7, 2021, following the acquisition of 100% of all the listed and outstanding shares of Chalkridge Holdings Inc. ("ChalkRidge") ("Reverse Acquisition") on December 31, 2020 (Note 4). Upon completion of the Reverse Acquisition, the shareholders of ChalkRidge obtained control of the consolidated entity. Under the purchase method of accounting, ChalkRidge was identified as the acquirer, and accordingly, the entity is considered to be a continuation of ChalkRidge with the net assets of the Company at the date of the Reverse Acquisition deemed to have been acquired by ChalkRidge (note 4).

The principal business of the Company is to develop technology, branded as the QUBD System, that will aid finished product manufacturers with cannabinoid ingredients. The address of its head office is located at 700 - 838 W Hastings Street, Vancouver, British Columbia, Canada V6C 0A6.

These condensed consolidated interim financial statements have been prepared on a going concern basis with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. The Company has not yet achieved profitable operations and expects to incur further losses. The Company's continuing operations are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. These conditions represent a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern.

These condensed consolidated interim financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

The actual and threatened spread of coronavirus (COVID-19) has had a material adverse effect on the global economy and, specifically, the regional economies in which the Company operates. The pandemic could continue to have a negative impact on the stock market, including trading prices of the Company's shares and its ability to raise new capital. These factors, among others, could have a significant impact on the Company's operations.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting, using accounting policies consistent with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board. IFRS includes International Accounting Standards ("IAS") and interpretations issued by the IFRS Interpretations Committee ("IFRIC"). As such, these interim financial statements do not contain all the disclosures required by IFRS for annual financial statements and should be read in conjunction with the Company's audited annual consolidated financial statements for the year ended December 31, 2021.

(b) Basis of consolidation

The Company's condensed consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiary, ChalkRidge Holdings Inc. (from the date of acquisition on December 31, 2020). All inter-company transactions and balances have been eliminated on consolidation.

(c) Approval of the financial statements

The condensed consolidated interim financial statements of the Company for the nine months ended September 30, 2022 were reviewed by the Audit Committee and approved and authorized for issue on November 29, 2022 by the Board of Directors of the Company.

(d) Basis of presentation

The consolidated financial statements are presented in Canadian dollars, which is the functional currency of the Company and its subsidiary. The consolidated financial statements of the Company have been prepared on an accrual basis, except for cash flow information, and are based on historical costs, except for certain financial instruments, which are stated at their fair values.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied in these condensed consolidated interim financial statements are the same as those applied in the Company's audited consolidated financial statements for the year ended December 31, 2021. The audited annual consolidated financial statements are available on SEDAR at www.sedar.com. These policies have been applied throughout the periods reported.

The preparation of condensed consolidated interim financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, the disclosure of contingent assets and liabilities as at the date of the condensed consolidated interim financial statements and the reported amount of revenues and expenses for the reporting period.

The main sources of estimation uncertainty and critical judgments by management applicable to these condensed consolidated interim financial statements are the same as those presented in the Company's consolidated financial statements for the year ended December 31, 2021.

(Expressed in Canadian Dollars)

4. REVERSE ACQUISITION

On December 31, 2020, the Company acquired from ChalkRidge's shareholders 100% of the issued and outstanding shares of ChalkRidge on a 1:1 basis (the "Transaction" or the "Reverse Acquisition"). The resulting entity became the listed entity under the name ChalkRidge Technologies Inc. wherein the original shareholders of ChalkRidge held 36,700,100 shares or 72% of the new entity and the Company shareholders received 7,854,994 shares, 5,914,000 units to be issued, and 300,000 shares to be issued, resulting in a 28% ownership. As a result, the transaction was a reverse acquisition of the Company. Each unit is convertible into one common share and one common share purchase warrant, with an exercise price of $0.075. Of these warrants, 4,600,000 expire on November 13, 2022, with the remaining 1,314,000 expiring on April 30, 2023.

In accordance with IFRS 3, the substance of the transaction was a reverse takeover ("RTO") of a non-operating company. The transaction does not constitute a business combination since Boomer does not meet the definition of a business under IFRS 3. As a result, the transaction is accounted for as an asset acquisition with ChalkRidge being identified as the acquirer (legal subsidiary) and Boomer being treated as the accounting subsidiary (legal parent) with the transaction being measured at the fair value of the equity consideration issued to Boomer.

The net assets acquired was the fair value of the net assets of Boomer, which on December 31, 2020 was $834,944. The difference between the fair value of the consideration paid and the fair value of the assets acquired and liabilities assumed, has been recorded as a cost related to a public company listing.

The fair value of the acquired assets and liabilities assumed is as follows:

Consideration:		
7,854,994 shares at $0.20 per share	$	1,570,999
5,914,000 units to be issued at $0.20 per unit		1,182,800
300,000 shares to be issued at $0.20 per share		60,000
Total consideration	$	2,813,799
Net Assets acquired:		
Cash	$	962,450
Prepaid expenses		2,984
Accounts payable and accrued liabilities		(130,440)
Due to shareholder		(50)
Total net assets		834,944
Public listing fee		1,978,855
Total consideration	$	2,813,799

(Expressed in Canadian Dollars)

5. INTANGIBLE ASSETS

On May 14, 2020, ChalkRidge completed the acquisition of a QUBD CannabisTech System (the "Acquisition"). The value of the asset acquired was determined to be $6,800,000**.** QUBD CannabisTech System is a proprietary technology that is centered on collecting the required mixture of distillates and or other essential ingredients for further use in the making of finished products

As consideration for the Acquisition, ChalkRidge issued 20,500,000 common shares valued at $6,550,000 and a promissory note of $250,000 for a total consideration of $6,800,000. The promissory note was to be repaid on or before the date the Company is listed on a Canadian stock exchange.

As at December 31, 2020, the terms of the promissory note were changed to issue a cash payment of $50,000, which is included in amounts due to shareholders as at December 31, 2020 (paid) and to issue 750,000 shares at $0.20 per share for a total of $150,000. The remaining balance of $50,000 of the original promissory note is payable in equal payments of $2,000 for a period of 25 months under a product development oversight agreement as soon as the Company is listed on a Canadian stock exchange.

During the year ended December 31, 2021, the Company tested the intangible asset for impairment and as a result recorded an impairment loss of $6,650,000

The fair value of the acquired assets is as follows:

Consideration		
20,500,000 Common shares	$	6,550,000
750,000 Common shares to be issued at a value of $0.20 per share		150,000
Cash payment (included in amounts due to shareholders – note 8)		50,000
Promissory note		50,000
Total consideration	$	6,800,000
Impairment of intangible asset during 2021		(6,650,000)
Intangible assets	$	150,000

The intangible asset has an indefinite life and is tested for impairment annually by comparing the fair value of the operating cash flows to the carrying value of the reporting unit.

As at September 30, 2022 the Company did not note any further impairment indicators for the intangible assets.

6. RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

The Company classifies its financial instruments as follows:

- Cash is classified as FVTPL;
- Amounts receivable is classified as amortized cost;
- Accounts payable and accrued liabilities and due to shareholders are classified as amortized cost; and
- Promissory note is classified as amortized cost.

The carrying values of these financial instruments approximate their fair values, due to the relative short term nature of the instruments

The Company's risk exposure and the impact on the Company's financial instruments is summarized below.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company manages credit risk, in respect of cash, by placing at major Canadian financial institutions.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. All of the current liabilities are due within 90 days.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, commodity and equity prices, and foreign exchange rates.

(a) Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a change in interest rates is minimal, as the Company does not have any variable interest rate investments or financial liabilities.

(b) Price risk
The Company is not exposed to price risk, as it has no investments in publicly traded securities as at September 30, 2022.

(c) Currency risk
The Company is not exposed to significant currency risk, as the majority of its transactions are in Canada using the Canadian dollar.

(Expressed in Canadian Dollars)

7. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	September 30, 2022	December 31, 2021
Accounts payable	$ 11,229	$ 178,936
Accrued liabilities	10,934	30,612
	$ 22,163	$ 209,548

8. DUE TO SHAREHOLDERS

	September 30, 2022	December 31, 2021
Advances for general expenses	$ -	$ 6,245
Settlement of promissory note (note 5)	50,000	50,000
	$ 50,000	$ 56,245

The amounts due to shareholders are non-interest bearing and have no fixed terms of repayment.

9. RELATED PARTY TRANSACTIONS

Key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consists of members of the Company's Board of Directors and corporate officers, including the Company's Executive Chairman, Chief Executive Officer, Chief Operating Officer, and President and Chief Financial Officer.

The current directors and officers of the Company are listed below:

Directors	Officers
Salvatore Ciccone	Salvatore Ciccone, CEO
Doug Macdonell	Kelly Pladson, Corporate Secretary
Brian Cameron	
Leon Ng	

Remuneration attributed to related parties during the nine months ended September 30, 2022 and 2021 is summarized as follows:

(Expressed in Canadian Dollars)

9. RELATED PARTY TRANSACTIONS (Continued)

	Nine months ended September 30,			
		2022		**2021**
Corporate finance	$	74,851	$	104,417
IP protection		6,950		13,334
Market development		65,702		78,934
Office expenses		21,000		31,500
	$	78,252	$	259,774

At September 30, 2022, included in accounts payable and accrued liabilities is $4,576 (December 31, 2021 - $3,896) owing to key management personnel.

During the nine months ended September 30, 2022, the Company incurred payroll expenses (classified as corporate finance, IP protection and market development) of $91,668 (2021 - $108,024) to the CEO of the Company of which $4,034 is recorded in accounts payable and accrued liabilities.

During the nine months ended September 30, 2022, the Company incurred office expenses of $24,500 (2021 - $31,500) to a company controlled by the CEO of the Company.

As at September 30, 2022, the amount of $Nil (December 31, 2021 - $3,150) is owed to a company controlled by the former CFO of the Company which is included in accounts payable. The amount owed is non-interest bearing, unsecured and due on demand. During the nine months ended September 30, 2022, the Company incurred consulting fees (classified as corporate finance) of $15,000 (2021 - $27,000) to a company controlled by the former CFO of the Company.

As at September 30, 2022, the amount of $537 (December 31, 2021 - $175) is owed to the Corporate Secretary of the Company which is included in accounts payable and accrued liabilities. The amount owed is non-interest bearing, unsecured and due on demand. During the nine months ended September 30, 2022, the Company incurred consulting fees (classified as corporate finance) of $20,000 (2021 - $21,250) to a company controlled by the Corporate Secretary of the Company.

During the nine months ended September 30, 2022, the Company incurred consulting fees (classified as corporate finance and market development) of $56,000 (2021 - $96,000) a director of the Company.

10. SHARE CAPITAL

(a) Authorized

Unlimited number of common shares and preferred shares without par value.

(b) Issued and outstanding

During the nine months ended September 30, 2022, the Company had no share capital transactions.

During the year ended December 31, 2021, the Company had the following share capital transactions:

- On January 25, 2021, the Company issued a total of 5,914,000 units pursuant to the Reverse Acquisition (note 4). Each unit consists of one common share and one transferrable share purchase warrant. Each warrant is exercisable for the purchase of an additional common share of the Company for a period of the price of $0.075 per common share. Of these warrants, 4,600,000 expire on November 13, 2022, with the remaining 1,314,000 expiring on April 30, 2023.

- On February 9, 2021, the Company issued 750,000 common shares at a price of $0.20 per share to Ryan Brown pursuant to an amended and restated promissory note dated December 30, 2020. The securities distributed under the offering will be subject to a 4 month and 1 day hold period expiring on June 10, 2021.

- On April 27, 2021, the Company issued 1,387,308 units at a price of $0.20 for an aggregate amount of $277,462. Each unit consists of one common share of the Company and one-half (1/2) of one (1) transferrable share purchase warrant. Each whole warrant having a two (2) year term for the purchase of one further common share of the Company at the exercise price of $0.30 per share. The securities distributed under the offering will be subject to a 4 month and 1 day hold period expiring on August 28, 2021. The value was of the share purchase warrants was determined to be $Nil, using the residual value method.

- On May 18, 2021, the Company issued 450,000 common shares for proceeds of $22,500 pursuant to the exercise of share purchase warrants.

(Expressed in Canadian Dollars)

10. SHARE CAPITAL (continued)

(c) Warrants

The following is a summary of changes in warrants:

	Number of Warrants		Weighted Average Exercise Price
Outstanding, December 31, 2020	9,505,000		0.19
Exercised	(450,000)		0.05
Issued	6,607,654		0.10
Outstanding, December 31, 2021	15,662,654	$	0.155
Expired	(4,605,000)		0.30
Outstanding, September 30, 2022	11,057,654	$	0.094

A summary of warrants outstanding at September 30, 2022 is as follows:

Expiry Date	Weighted Average Remaining Contractual Life in Years		Exercise Price	Warrants Outstanding
November 13, 2022	0.12	$	0.075	4,600,000
December 31, 2022	0.25	$	0.30	250,000
April 27, 2023	0.57	$	0.30	693,654
April 30, 2023	0.58	$	0.075	1,314,000
December 31, 2025	3.25	$	0.075	4,200,000

A summary of warrants outstanding at December 31, 2021 is as follows:

Expiry Date	Weighted Average Remaining Contractual Life in Years		Exercise Price	Warrants Outstanding
September 30, 2022	1.00	$	0.30	4,605,000
November 13, 2022	1.12	$	0.075	4,600,000
December 31, 2022	1.25	$	0.30	250,000
April 27, 2023	1.57	$	0.30	693,654
April 30, 2023	1.58	$	0.075	1,314,000
December 31, 2025	4.25	$	0.075	4,200,000

11. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes its components of equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets.

In order to maximize ongoing capital management efforts, the Company does not pay out dividends. Management reviews its capital management approach on an ongoing basis and believes that this approach is reasonable given the relative size of the Company. The Company currently is not subject to externally imposed capital requirements.